

Dated: 5/5/2015

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

In re:)	
)	Chapter 11
CALX RESOURCES, LLC.)	Case No. 14-09229
)	
1136 2 nd Ave. North)	Judge Harrison
Nashville, TN 37208)	
)	Hearing: May 5, 2015
Debtor,)	

AGREED ORDER CONDITIONALLY APPROVING SALE PROCEDURES

This is before the Court upon the (1) Debtor's *Motion for Approval of Procedures for Sale of Substantially All of the Debtor's Assets Free and Clear of Liens and other Relief* and (2) Debtor's *Expedited Motion to continue the hearing scheduled for May 5, 2015 for approval of the procedures for the Debtor's sale of substantially all of its assets*. It appearing to the satisfaction of the Court that the Debtor's *Motion for Approval of Procedures for Sale of Substantially All of the Debtor's Assets Free and Clear of Liens and other Relief* [Docket No. 90] was filed and served on all creditors on the creditor matrix in this case on April 28, 2015 and that there were no objections to the Debtor's Motion, but it now appears from the statements of counsel for the Debtor and WPP, LLC ("WPP") and VantaCore Partners LLC ("VantaCore") that there exists due diligence issues regarding certain permits associated with the operation of the Mining Lease to be assigned under the proposed sale and that additional time is needed before VantaCore, or its designee, is ready to sign an asset purchase agreement as a stalking horse bidder (the "APA") as contemplated in the Motion, it is:

ORDERED as follows:

1. The Sale Procedures proposed by the Debtor in the Motion are approved, provided the parties are able to file notice of the APA and serve a copy of the Sales Procedures on all creditors on the matrix on or before May 15, 2015. If the parties are unable to reach an agreement on the APA by that date, the Court will hold a status conference on May 26, 2015 at 9:00 am, Courtroom Three, 701 Broadway, Nashville, TN.

2. The deadline for the assumption of that certain Mining Lease by and between the Debtor and WPP, LLC is hereby extended to May 19, 2015, or such additional time that the Court can hold a hearing as set forth in paragraph 1 above, if a hearing is needed. If an APA is filed as set forth in paragraph 1 above, the deadline will be extended to the earlier of (a) the day following the conclusion of the auction or (b) 60 days from execution of the APA.

3. A hearing to approve the auction to be held pursuant to the Sales Procedures will be held on June ¹⁶~~9~~, 2015 at 9:00 am, Courtroom Three, 701 Broadway, Nashville, TN 37203.

This Order Was Signed And Entered Electronically As Indicated At The Top Of The First Page

APPROVED FOR ENTRY:

/s/ William L. Norton III.

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This Order has been electronically
signed. The Judge's signature and
Court's seal appear at the top of the
first page.
United States Bankruptcy Court.